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RECORDATION NO. 26006 FILED

DEC 06 '05

3:00 PM

SURFACE TRANSPORTATION BOARD  
OF COUNSEL  
URBAN A. LESTER

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

December 6, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of August 25, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	The Andersons, Inc. 480 West Dussel Drive Maumee, Ohio 43537
Lessee:	Bunge North America 11720 Borman Drive P.O. Box 28500 St. Louis, Missouri 63146-1000

Mr. Vernon A. Williams  
December 6, 2005  
Page 2

A description of the railroad equipment covered by the enclosed document is:

25 covered hopper cars within the series AEX 006108 - AEX 007603 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal stroke extending to the right.

Robert W. Alvord

RWA/anm  
Enclosures

DEC 06 '05 3-00 PM

SUBJECT: TRANSPORTATION BOARD

**MEMORANDUM OF LEASE****WITNESSETH**

This Memorandum of Lease is entered into as of the 25<sup>th</sup> day of August, 2005, by and between The Andersons, Inc., an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Bunge North America, a Delaware corporation, having its principal place of business at 11720 Borman Drive, P.O. Box 28500, St. Louis, Missouri 63146-1000 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement #200101-BNA dated April 2, 2002 and made effective as of September 21, 2001 (the "Master Lease"), and Deal #R00823 dated as of August 25, 2005 (the "Schedule"), whereby Lessor leases to Lessee twenty-five (25) railcars bearing railroad reporting marks as noted on attached Exhibit "A."
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Master Lease and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

***[Signature Pages to Follow]***

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

**LESSEE:**

**BUNGE NORTH AMERICA, INC.**

By: *Darrell R. Wallace*

Printed

Name: Darrell R. Wallace

Title: Vice President, Transportation

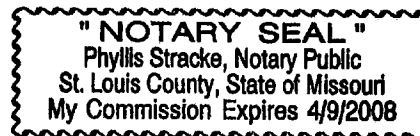
Date: 9/26/05

STATE OF MISSOURI )

COUNTY OF ST. LOUIS ) SS:

The foregoing instrument was acknowledged before me this 26th day of September, 2005, by Darrell R. Wallace, a Vice President of Bunge North America, Inc., a New York corporation, on behalf of the corporation.

*Phyllis Stracke*  
Notary Public



**Lessor**

**THE ANDERSONS, INC.**

By: 

Printed

Name: Rasesh H. Shah

Title: President, Rail Group

Date: 9/29/05

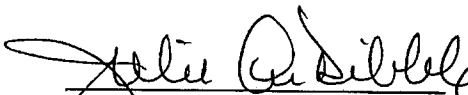
**STATE OF OHIO**

)

**COUNTY OF LUCAS**

) **SS:**

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of September, 2005, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.

  
**Notary Public**

<b>EXHIBIT"A"</b>	
<b>Bunge North America, Inc.</b>	
<b>25 covered hopper cars</b>	
<b>200101-BNAR20</b>	
<b>Deal # R00823</b>	
1	AEX 006108
2	AEX 007547
3	AEX 007548
4	AEX 007550
5	AEX 007554
6	AEX 007557
7	AEX 007559
8	AEX 007561
9	AEX 007563
10	AEX 007564
11	AEX 007567
12	AEX 007569
13	AEX 007570
14	AEX 007573
15	AEX 007574
16	AEX 007575
17	AEX 007579
18	AEX 007582
19	AEX 007583
20	AEX 007589
21	AEX 007591
22	AEX 007592
23	AEX 007593
24	AEX 007597
25	AEX 007603

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

12/6/05



\_\_\_\_\_  
Robert W. Alvord